UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

UNION SQUARE VENTURES LLC,

Plaintiff,

-against-

UNION SQUARE PARTNERS GP, L.P. and UNION SQUARE PARTNERS MANAGEMENT, LLC,

Defendants.

Case No. 07 CIV 6071

Rule 7.1 Statement

Pursuant to Federal Rule of Civil Procedure 7.1 and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Defendants Union Square Partners GP, L.P. and Union Square Partners Management, LLC state the following: Union Square Partners GP, L.P. has no parent corporation and no publicly-held corporation owns 10% or more of its stock. Union Square Partners Management, LLC has no parent corporation and no publicly-held corporation owns 10% or more of its stock.

Dated: New York, NY

July 17, 2007

WEIL, GOTSHAL AND MANGES LLP

By:

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